



Buy-Sell Questionnaire

AIMCOR Group | Advanced Planning



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CONFIDENTIAL CLIENT QUESTIONNAIRE FOR BUY-SELL AGREEMENT

All information provided is confidential and protected

Purpose of this Questionnaire

The primary purpose of a Buy-Sell Agreement is to predefine when owner(s) may transfer (sell, gift, bequeath) all or a part of their interest in the company. Restrictions on transfer can help assure that control of the company remains with those people preferred by the owners. Another important purpose is to provide a mechanism to pay for a departing owner’s interest. Most agreements address what is to occur if there is a retirement, disability or death of an owner. Each company must determine which events are to be addressed and what is to happen when an event occurs. By completing this Questionnaire you can help ensure that our time together is productive

Company Information

CompanyName _____

Address_____ Bus Telephone No. _____

Primary Contact Person_____ Telephone No. _____

Primary Contact E-mail Address _____

State of Organization:_____ Tax ID No. _____

Entity Type: Sole Proprietor C Corporation S Corporation
LLC (Limited Liability Company)_____ General Partnership_____ Limited Partnership _____

Type of Business Activity: _____

Owners and Executive Board

Identify Owners (Shareholders, Members, Partners) and Members of Executive Board (Directors, Officers).

Name	Capacity <i>(owner, director, etc)</i>	% Ownership	Active or Inactive	Date of Birth	Marital Status

Are there any franchise, distributor or representative agreements to which the company is bound? _Yes___No

Business Succession

Is there an existing buy-sell agreement? _Yes___No *If yes, please bring a copy of agreement to first meeting.*

Death of an Owner

Deceased Owner’s Interest is 51% or more:

- Does the spouse/estate/trust have the option to retain the interest or mustthey sell?___Sell___Retain
- If must sell, who is obligated?___Company___Other Owners___“Wait and See”
- If spouse/estate/trust can retain but **chooses** to sell, are owners/company required to buy?___Yes___No
- If required, who is obligated? who is obligated?___Company___Other Owners___“Wait and See”
- If an option, who has first option?___Company___Other Owners___“Wait and See”

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Deceased Owner's interest is 50% or less:

- Does the spouse/estate/trust have the option to retain the interest or must they sell? _____ Sell _____ Retain
- If must sell, who is obligated? _____ Company _____ Other Owners _____ "Wait and See"
- If spouse/estate/trust can retain but **chooses** to sell, are owners/company required to buy? _____ Yes _____ No
- If required, who is obligated? who is obligated? _____ Company _____ Other Owners _____ "Wait and See"
- If an option, who has first option? _____ Company _____ Other Owners _____ "Wait and See"

Disability of an Owner: Answer **ONLY** if disability buyout/overhead insurance will not be purchased:

- Time elapsed before buyout provisions become effective _____

Can the disabled owner retain his/her ownership interests:

If his/her interest is 51% of more? _____ Yes _____ No

- If no, who is obligated? _____ Company _____ Other Owners _____ "Wait and See"
- If yes, and the disabled owner chooses to sell, must the other owners buy? _____ Yes _____ No
- If the interests must be purchased, who is obligated? _____ Company _____ Other Owners _____ "Wait and See"
- If it is an option to purchase, who has first option? _____ Company _____ Other Owners _____ "Wait and See"

If his/her 50% or less _____ Yes _____ No

- If no, who is obligated? _____ Company _____ Other Owners _____ "Wait and See"
- If yes, and the disabled owner chooses to sell, must the other owners buy? _____ Yes _____ No
- If the interests must be purchased, who is obligated? _____ Company _____ Other Owners _____ "Wait and See"
- If it is an option to purchase, who has first option? _____ Company _____ Other Owners _____ "Wait and See"

Retirement of an Owner

How is retirement defined? (eg: Minimum years of service or minimum age or combination of both.)

May the retired owner choose to retain his/her ownership interests where the retired owner's interests are:

If his/her interest is 51% of more? _____ Yes _____ No

- If no, who is obligated? _____ Company _____ Other Owners _____ "Wait and See"
- If yes, and the disabled owner chooses to sell, must the other owners buy? _____ Yes _____ No
- If the interests must be purchased, who is obligated? _____ Company _____ Other Owners _____ "Wait and See"
- If it is an option to purchase, who has first option? _____ Company _____ Other Owners _____ "Wait and See"

If his/her 50% or less _____ Yes _____ No

- If no, who is obligated? _____ Company _____ Other Owners _____ "Wait and See"
- If yes, and the disabled owner chooses to sell, must the other owners buy? _____ Yes _____ No
- If the interests must be purchased, who is obligated? _____ Company _____ Other Owners _____ "Wait and See"
- If it is an option to purchase, who has first option? _____ Company _____ Other Owners _____ "Wait and See"

Voluntary Termination of an Owner: Should the agreement address this issue? ___ Yes ___ No

How is voluntary termination defined? (eg. Relocation or change in career.)

How is voluntary termination distinguished from retirement?

- Is it required or optional for the company or the other owners to purchase? ___ Yes ___ No
- If yes, who is obligated? ___ Company ___ Other Owners ___ "Wait and See"
- If it is an option to purchase, who has first option? ___ Company ___ Other Owners ___ "Wait and See"
- Should the purchase price be discounted when an owner leaves with minimal years of service? ___ Yes ___ No
- If yes, what do the owners have in mind? _____

Involuntary Termination of an Owner: Should the agreement address this issue? ___ Yes ___ No

- Can an owner be fired? ___ Yes ___ No
- If yes, for what reasons? (eg. Failure to produce, felony conviction) _____

- If yes, by what process (eg. by vote of the board, etc.):

- If yes, who is obligated? ___ Company ___ Other Owners ___ "Wait and See"
- If it is an option to purchase, who has first option? ___ Company ___ Other Owners ___ "Wait and See"
- Should the purchase price be discounted when an owner leaves with minimal years of service? ___ Yes ___ No
- If yes, what do the owners have in mind? _____

Voluntary Lifetime Transfers by an Owner

- Can an owner sell his/her interest to a third party without first offering to sell to other owners? ___ Yes ___ No
- If no, who has first option to purchase? ___ Company ___ Other Owners ___ "Wait and See"

Transfer due to Owner's Personal Bankruptcy/Creditor Liens

- Is it required or optional for owners or company to purchase interests if bankruptcy/creditor lien? ___ Yes ___ No
- If required, who is obligated? ___ Company ___ Other Owners ___ "Wait and See"
- If an option, who has first option? ___ Company ___ Other Owners ___ "Wait and See"

Transfers due to an Owner's Divorce

- If shares are to be transferred due to divorce/separation, is ex-spouse required to sell interest? ___ Yes ___ No
- If yes, does the divorcing owner have first right? ___ Yes ___ No
- If divorcing owner does not elect, who has next right? ___ Company ___ Other Owners ___ "Wait and See"

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Key Employees: (List below)

Name	Position	Date of Birth	Relationship to Owner?

- As part of a succession plan, is ownership interest to be transferred to any the key employees? ___ Yes ___ No
- If yes, will the interest be purchased or gifted? ___ Purchased ___ Gifted

Family

- Can an owner gift his/her interests to a family member not listed above? ___ Yes ___ No
- Can an owner sell his/her interest to a family member other than those listed above? ___ Yes ___ No
- Does each owner currently have a family trust? ___ Yes ___ No
- Can an owner transfer his/her ownership interests into a family trust? ___ Yes ___ No

Purchase Price of the Company

- What do you estimate is the value of your company? \$ _____
- What methodology did you use to determine the value? _____
- Is there an industry standard method used to value companies in your industry? ___ Yes ___ No ___ Not sure
- If yes, please identify the organization that publishes the standard: _____
- If yes, identify the method of valuation _____

Funding the Purchase *Note: It is recommended that a tax professional be consulted on this matter.*

Purchasing the Departing Owner’s Interests - Funds will come from: (applicable funding method for each event)

	100% from insurance proceeds	Partially from insurance proceeds	Cash – Personal owner assets	Cash – Business assets	Loan(s) from 3 rd -party
Death					
Permanent Disability					
Retirement					
Voluntary Termination					
Involuntary Termination					
Owner’s Bankruptcy or Lien					
Divorce					

- Who will pay for and own any insurance policies? _____
- Who will be the beneficiary(ies) of the policies? _____
- Will any of the policy proceeds be available for use by the company? ___ Yes ___ No
- What type of policies will be purchased (eg. term, whole life, etc.)? _____
- What is the current (or anticipated) policy benefit amount for each policy? _____

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Terms of Payment

Payment terms generally are either Lump Sum or Installments. Specific payment terms may vary by type of event. Please indicate how the purchase price is to be paid for each event type:

	Lump Sum	Installments
Death Life insurance proceeds equal purchase price No life insurance proceeds or proceeds not sufficient to pay full purchase price		
Permanent Disability Disability buyout insurance proceeds equal purchase price No buyout insurance or proceeds not sufficient to pay full purchase price		
Retirement		
Voluntary Termination		
Involuntary Termination		
Owner's Personal Bankruptcy/Creditor Lien		
Divorce		

For each event where the purchase price is to be paid in installments, complete the following:

	Down Payment (if any)	Frequency	# of installments	Interest Rate %	Payment start date:
Death <i>Life insurance proceeds equal purchase price</i> <i>No life insurance proceeds or proceeds not sufficient to pay full purchase price</i>					
Permanent Disability <i>Disability buyout insurance proceeds equal purchase price</i> <i>No buyout insurance or proceeds not sufficient to pay full purchase price</i>					
Retirement					
Voluntary Termination					
Involuntary Termination					
Owner's Personal Bankruptcy/Creditor Lien					
Divorce					

Once completed, please return this form along with any additional documents pertaining to the information provided to your AIMCOR EIG Regional Office.

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